

# GIVENS PURSLEY LLP

Attorneys and Counselors at Law

601 W. Bannock Street  
PO Box 2720  
Boise, ID 83701  
Telephone: 208-388-1200  
Facsimile: 208-388-1300  
www.givenspursley.com

Deborah E. Nelson  
208-388-1215  
den@givenspursley.com

Gary G. Allen  
Peter G. Barton  
Christopher J. Beeson  
Clint R. Bolinder  
Erik J. Bolinder  
Jeff W. Bower  
Preston N. Carter  
Jeremy C. Chou  
William C. Cole  
Michael C. Creamer  
Amber N. Dina  
Thomas E. Dvorak  
Jeffrey C. Fereday  
Martin C. Hendrickson

Don E. Knickrehm  
Neal A. Koskella  
Debora K. Kristensen  
Michael P. Lawrence  
Franklin G. Lee  
David R. Lombardi  
Kimberly D. Maloney  
Emily L. McClure  
Kenneth R. McClure  
Kelly Greene McConnell  
Alex P. McLaughlin  
Melodie A. McQuade  
Christopher H. Meyer  
L. Edward Miller

Patrick J. Miller  
Judson B. Montgomery  
Deborah E. Nelson  
W. Hugh O'Riordan, LL.M.  
Angela M. Reed  
Michael Roe  
P. Mark Thompson  
Jeffrey A. Warr  
Robert B. White

Retired:  
Kenneth L. Pursley  
James A. McClure (1924-2011)  
Raymond D. Givens (1917-2008)

December 8, 2014

Idaho Public Utilities Commission  
Attention: Kristine Sasser  
472 W Washington Street  
Boise, Idaho 83702

Idaho Power Company  
Attention: Donovan Walker  
1221 W. Idaho Street  
Boise, ID 83702

IPC-E-05-06  
IPC-E-05-07  
IPC-E-05-08  
IPC-E-05-09  
IPC-E-05-17  
IPC-E-05-18  
IPC-E-05-30  
IPC-E-05-33

IPC-E-09-18  
IPC-E-09-19  
IPC-E-09-20

IDAHO PUBLIC  
UTILITIES COMMISSION

2014 DEC -9 PM 1:09

RECEIVED

RE: Notice of Sale of Interest in Idaho Wind Partners 1, LLC

Dear Kristine and Donovan:

On behalf of our client Idaho Wind Partners 1, LLC (IWP) and for your clients' information and records, EFS Idaho Wind, LLC (EFS Idaho), a wholly-owned indirect subsidiary of General Electric Capital Corporation, intends to sell before year-end all of its Class A non-managing membership interests in IWP. After the sale, EFS Idaho will no longer hold any membership interests in IWP. The buyer will be a newly formed entity, MREH Idaho Wind A, LLC, which will be a wholly-owned indirect subsidiary of Macquarie Infrastructure Company LLC.

IWP owns eleven project companies.<sup>1</sup> Each project company owns and operates a QF wind project in Idaho and is party to a Firm Energy Sales Agreement and a Generator Interconnection Agreement with Idaho Power Company. The sale will not require modification or assignment of those agreements, and no contact information for IWP will change. The sale

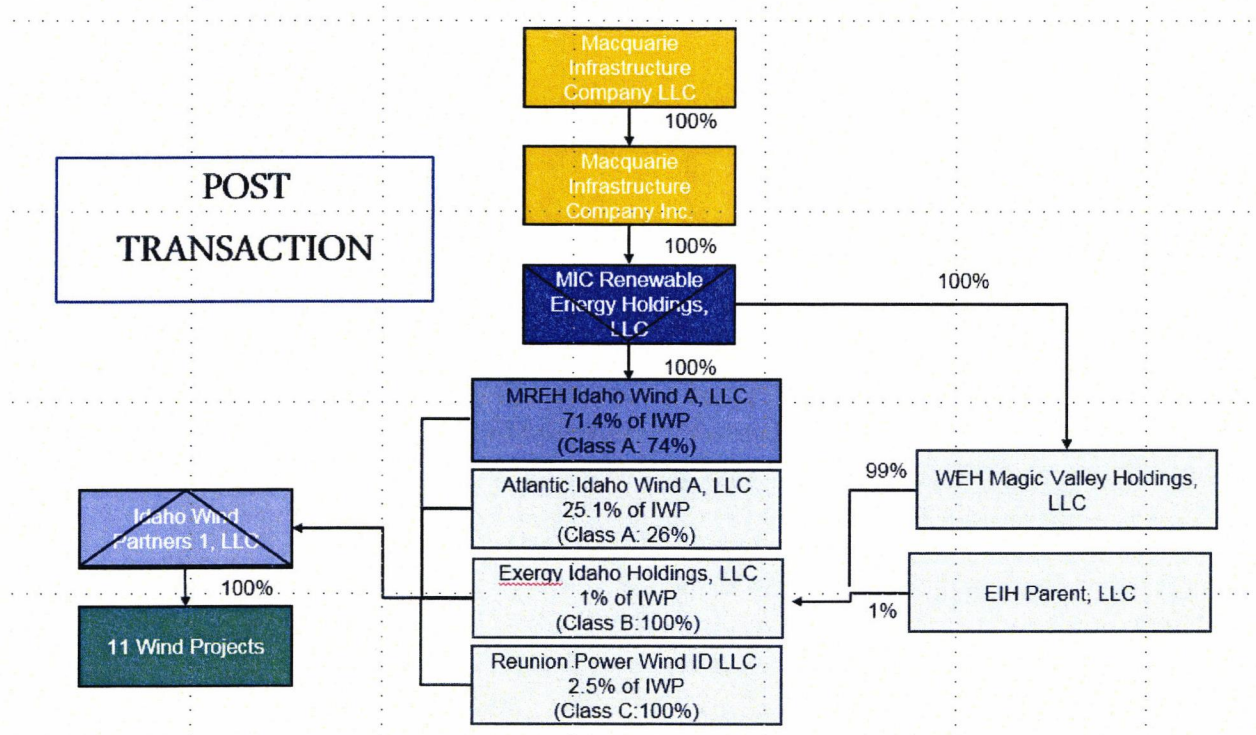
<sup>1</sup> Burley Butte Wind Park, LLC; Golden Valley Wind Park, LLC; Milner Dam Wind Park, LLC; Oregon Trail Wind Park, LLC; Pilgrim Stage Station Wind Park, LLC; Thousand Springs Wind Park, LLC; Tuana Gulch Wind Park, LLC; Camp Reed Wind Park, LLC; Payne's Ferry Wind Park, LLC; Salmon Falls Wind Park, LLC and Yahoo Creek Wind Park, LLC.



will not change any operation, management or control of the project companies themselves or of the property owned by the project companies.

Also for your clients' information and records, MREH previously purchased a small interest in IWP through an acquisition of Exergy Idaho Holdings, LLC, which owns 100% of the Class B non-managing membership interests in IWP. Exergy Idaho Holdings, LLC is now 99% owned by WEH Magic Valley Holdings, LLC, an indirect subsidiary of Macquarie Infrastructure Company LLC, and 1% by EIH Parent, LLC.

After the sale by EFS Idaho, IWP's ownership structure will be as follows:



Please let me know of any questions or concerns.

Sincerely,

Deborah Nelson

cc: Amy Fisher, General Electric Capital Corporation  
Steven Eisenberg, Idaho Wind Partners  
Jessica Friedman, Van Ness Feldman LLP (for Macquarie Infrastructure Company LLC)